



Legal Education
Society of Alberta

Buying and Selling a Business



TACKLE common issues and questions that arise in the purchase or sale of a private business – including pre-transaction considerations, structuring hybrid asset/share deals, and potential tax implications.

Your lifelong partner in continuing legal excellence



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Dates & Locations

EDMONTON

March 2, 2017

Chateau Louis Hotel
& Conference Centre
11727 Kingsway NW

CALGARY

March 9, 2017

Glenmore Inn
& Convention Centre
2720 Glenmore Trail SE

9:00 AM–4:30 PM

Who Should Attend

This program is targeted to lawyers with experience in corporate/commercial law who want to explore common issues experienced in buying and selling a business. Complexity of topic segments will range from basic to advanced.

CHAIR

Bryan C. Haynes
Bennett Jones LLP
Calgary, Alberta

FACULTY

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Edmonton, Alberta

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Gowling WLG (Canada) LLP
Calgary, Alberta



*This course will be available
as a seminar on demand.*



Buying and Selling a Business

Effectively Closing a Purchase/Sale

Discover how to use closing agendas effectively, negotiate ancillary agreements and closing documents confidently, and complete administration of closing matters efficiently.

Reviewing, Negotiating, and Drafting Key Asset Purchase Agreement Terms

Explore purchase price allocation, representations and warranties, and employee transitions. Understand important deal points for buyers and sellers, and discuss how to bargain for them. Draft terms to secure key contract entitlements.

Pre-transaction Considerations

Discuss key pre-transaction matters, including confidentiality/non-disclosure agreements and letters of intent, requirements of and process and timing issues under the *Competition Act* and the *Investment Canada Act*. Discover pros and cons of common acquisition structures as pre-transaction considerations, and uncover due diligence best practices and trends for these matters

Negotiation: A Demonstration

Watch and learn! In this demonstration, observe purchaser/vendor negotiations of provisions in a share purchase transaction – including risk allocation considerations, purchaser and vendor-friendly clauses, and “market” provisions. Discover negotiation tactics and strategies for leveraging your client’s position.

Tax Issues Related to Deal Structuring

Examine the different tax implications that arise from asset, share, and hybrid deals. Consider how to structure a private company to take advantage of tax exemptions and how to handle tax issues arising from compensation for restrictive covenants.

Hybrid Asset/Share Purchases

Learn to combine share and asset purchases under one effective agreement. Expand your knowledge of key terms and provisions for share and asset purchase agreements, and hone your transaction structuring and drafting skills.

Thank You

The success of our programs relies on the generous contributions of time, talent, and energy from all our volunteers. We greatly appreciate the work of our volunteers and their service to the profession.

EDMONTON | March 2, 2017
CALGARY | March 9, 2017





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MORE REGISTRATION OPTIONS

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FAX: 780.425.0885

- EDMONTON** March 2, 2017
- CALGARY** March 9, 2017
- EARLY BIRD:** On or before January 19, 2017 \$355 + GST (Lunch is included.)
- REGULAR:** \$395 + GST (Lunch is included.)
- I am unable to attend this seminar, but please email me when the seminar on demand (materials and video recordings) is available.

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CANCELLATIONS: Registration fees, less a \$50.00 administration fee, will be refunded for cancellations received in writing at least 3 full business days prior to the seminar. Refunds cannot be given after that date; however, seminar materials, if any, will be forwarded. Registrant substitution is permitted at all times. **GUARANTEE:** We take pride in offering high quality programs. If this program does not meet your expectations, please contact us about our money back guarantee. **RECORDING:** This program is being audio/video recorded and will be retained by LESA for the purpose of providing legal education.

Please make cheques payable to the Legal Education Society of Alberta

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